

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

*Caption in Compliance with D.N.J. LBR 9004-1(b)*

SAUL EWING LLP

Jeffrey Hampton, Esquire

Mark Minuti (*Admitted pro hac vice*)

Turner N. Falk, Esquire

Centre Square West

1500 Market Street, 38th Floor

Philadelphia, PA 19102-2186

Office: (215) 972-7777

Fax: (215) 972-7725

[jeffrey.hampton@saul.com](mailto:jeffrey.hampton@saul.com)

[mark.minuti@saul.com](mailto:mark.minuti@saul.com)

[turner.falk@saul.com](mailto:turner.falk@saul.com)

*Counsel for Allspire Health GPO, LLC*

In re:

ORBIT ENERGY & POWER, LLC,

Debtor.

Chapter 11

Case No. 22-19628 (ABA)

Judge Andrew B. Altenburg

**CERTIFICATION OF MICHAEL FORESE IN SUPPORT OF MOTION OF ALLSPIRE  
HEALTH GPO, LLC FOR AN ORDER (A) ALLOWING POST-PETITION  
OBLIGATIONS PURSUANT TO 11 U.S.C. §§ 105(A), 365(D)(3) AND 503(B)(1)(A); (B)  
LIFTING THE AUTOMATIC STAY UNDER 11 U.S.C. § 362(D) TO PERMIT SETOFF  
OF SECURITY DEPOSIT AGAINST PRE-PETITION DAMAGES; AND  
(C) WAIVER OF THE STAY UNDER FED. R. BANKR. P. 4001(A)**

I, Michael Forese, declare pursuant to 28 U.S.C. §1746 and state as follows:

1. I am Senior Vice President, Finance & Operations at Allspire Health GPO, LLC, (“AHGPO”), a creditor and party-in-interest in the bankruptcy of the debtor and debtor in possession in the above-captioned chapter 11 case (the “Debtor”).

2. I submit this certification (the “Certification”) in support of the *Motion of Allspire Health GPO, LLC (A) Allowing, and Compelling Debtor to Immediately Pay, Post-Petition Obligations Pursuant to 11 U.S.C. §§ 105(a), 365(d)(3) and 503(b)(1)(A); (B) Lifting the*

*Automatic Stay Under 11 U.S.C. §362(d) to Permit Setoff of Security Deposit Against Pre-Petition Damages; and (C) Waiving the Stay Under Fed. R. Bankr. P. 4001(a)* (the “Motion”).

3. I am personally familiar with the facts asserted in this Certification, and if called as a witness I would testify thereto.

4. On December 6, 2022 (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of Bankruptcy Code in the United States Bankruptcy Court for the District of New Jersey (the “Court”).

5. Prior to the Petition Date, EXO PPE, LLC (“EXO”) as tenant and 550 Foundry Associates, L.P. were parties to a Lease Agreement dated as of January 19, 2021 (the “Lease”) for non-residential real property located at 550 Foundry Road, Suites 3&4, East Norristown, PA 19403 (the “Premises”). A copy of the Lease is attached as Exhibit A to the Claim (as defined below).

6. EXO as sublandlord and the Debtor as subtenant were parties to a Sublease Agreement dated as of January 14, 2022 (the “Sublease”) for the Premises. A copy of the Sublease is attached as Exhibit B to the Claim.

7. By the *Assignment and Assumption of Lease and Sublease* dated as of September 19, 2022 (the “Assignment Agreement”), the original tenant and sublandlord, EXO, assigned the Lease and the Sublease to AHGPO. A copy of the Assignment Agreement is attached as Exhibit C to the Claim.

8. Pursuant to the Sublease, AHGPO is holding a security deposit in the amount of \$10,200.00 (the “Security Deposit”).

9. The Debtor defaulted under the Sublease prior to the Petition Date and failed to pay rent and other charges due prior to December, 2022.

10. On a post-Petition Date basis, the Debtor owes AHGPO the following amounts (collectively, the “Post-Petition Claim”):

Stub rent for December 7 - 31, 2022	\$8,225.81 (the “ <b>Stub Rent</b> ”)
Estimated Water Bill for December 7-31, 2022	\$163.00
Rent for January 2023	\$10,200.00
Estimated Water Bill for January 2023	\$202.00
Total Post-Petition Amount Due	\$18,790.81

11. On January 4, 2023, the Debtor filed a motion, pursuant to which the Debtor sought, *inter alia*, to reject the Sublease.

12. On January 31, 2023, the Court entered an order (the “Rejection Order”), *inter alia*, authorizing the rejection of the Sublease under Section 365(a) [Docket No. 138]. The “Effective Date” of the rejection of the Sublease was January 31, 2023. *See Rejection Order at para. 2.*

13. On February 14, 2023, AHGPO filed proof of claim number 84 (the “Claim”) asserting a pre-petition claim of, at least, \$150,035.86, a portion of which (\$10,200.00) was filed as secured based upon AHGPO’s possession of the Security Deposit. [Claims Docket No. 84-1].

I understand that if any of the facts in this certification are willfully false, I am subject to punishment.

Dated: 3/28/2023

**ALLSPIRE HEALTH GPO, LLC**

  
By: Michael Forese  
Michael Forese  
Senior Vice President,  
Finance & Operations